

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,
LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,
LLP
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----	x	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	:	Case No. 08-35653 (KRH)
	:	
Debtors.	:	
-----	:	Jointly Administered
	X	

**ORDER GRANTING REIMBURSEMENT OF EXPENSES INCURRED AND
ALLOWANCE AND PAYMENT OF COMPENSATION REQUESTED IN FIRST
INTERIM FEE APPLICATION OF FTI CONSULTING, INC., AS FINANCIAL
ADVISORS TO THE DEBTORS, FOR THE PERIOD FROM NOVEMBER 10, 2008
THROUGH JANUARY 31, 2009**

This Court having previously authorized the retention of FTI Consulting,
Inc.("FTI") in the cases of the above-captioned debtors (collectively, the "Debtors"); and the
First Interim Fee Application of FTI for Reimbursement of Expenses Incurred and for Allowance
and Payment of Compensation for Services Rendered for the Period from November 10, 2008

through January 31, 2009 (the "First Interim Application")¹ having been filed and served pursuant to the Plan and no other or further notice being necessary; and the Court having determined that granting the relief requested therein is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that no party-in-interest has filed any objections to the allowance of the amounts set forth in the First Interim Application or that any such objection has been resolved or is hereby overruled; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing thereof, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

The reimbursement of expenses incurred requested in the First Interim Application are hereby approved and allowed on an interim basis in the amount of \$138,574.39.

The fees requested in the First Interim Application are hereby approved and allowed on an interim basis in the amount of \$2,475,866.00.

The Debtors are hereby authorized to promptly (i) reimburse FTI for expenses incurred in the amount of \$138,574.39 and (ii) pay FTI \$2,475,866.00, the allowed amounts of fees approved by this Order.

This Order is without prejudice to the right of FTI to seek further allowance and payment of compensation upon application to this Court.

¹ Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the First Interim Application.

Dated: Richmond, Virginia
_____, 2009

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley